

Memorandum of Understanding
Between
Verizon New England Inc.

d/b/a/ Verizon Maine

and
Global NAPs
for the
End Point Fiber Meet

located in
Portland, Maine

1. Purpose

The purpose of this Memorandum of Understanding ("MOU") is to memorialize an End Point Fiber Meet arrangement in Portland, Maine between Verizon - Maine ("VZ" or "Verizon") and Global NAPS ("GNAPS"). This End Point Fiber Meet arrangement, which is identified with the SONET Carrier Identification (SCID) designation NEPTEN, connects two fiber optical terminals (FOTs) via fiber optic cable between the two FOTs. The terms and conditions set forth in this MOU, and attached exhibits which are incorporated by reference herein, have been agreed upon by both Parties pursuant to Section 4.3 of the Interconnection Agreement between the Parties dated October 1, 1998 (the "Agreement") and shall be governed by the terms and conditions specified herein and the terms and conditions set forth in the Agreement. This MOU shall be effective as of December 31, 2001 ("Effective Date") and shall remain in force until the earlier of (i) the expiration or termination of the Agreement or (ii) the Parties' written agreement to modify or dissolve this Fiber Meet arrangement established pursuant to this MOU. This MOU shall be governed by the terms and conditions specified herein and the terms and conditions set forth in the Agreement.

This End Point Fiber Meet arrangement shall be used for the delivery of Local Traffic, ISP Traffic, IntraLATA Toll Traffic, Transit Service traffic, and Meet Point Billing traffic originated by or terminated to either Parties' end user customers within the rate centers served by the VZ-ME access tandems. In addition, the Fiber Meet can be used to provision optical interface Access services pursuant to VZ's FCC tariffs. Other Access services shall not be provisioned over the End Point Fiber Meet unless otherwise agreed to by the Parties. Unbundled network elements will not be provisioned over this End Point Fiber Meet.

2. Site Selection & Fiber Optic Terminals

Verizon and GNAPS agree that the site for the End Point Fiber Meet is the GNAPS location at 1 City Center, Portland, Maine 04101 and VZ's central office located at 45-55 Forrest Avenue, Portland, Maine 04101. See Attachment A for the network configuration.

Each party shall purchase, install, and own an add drop multiplexer. Verizon will use a Fujitsu FLM 2400 with firmware release of at least 9.1R at the network level. GNAPS will use a Cisco ONS15454 Release 2.1.0 Add Drop Multiplexer.

3. Physical Interface

The physical Point of Interconnection for Verizon and GNAPS for the End Point Fiber Meet will be the GNAPS' fiber patch panel at GNAPS' location at 1 City Center, Portland, Maine 04101. ("Fiber Patch Panel"). GNAPS will maintain the Fiber Patch Panel.

The Parties agree that VZ has unescorted access to the VZ side of the Fiber Patch Panel 24 hours a day, 7 days a week, without limitation, and that GNAPS has unescorted access to the GNAPS side of the Fiber Patch Panel 24 hours a day, 7 days a week, without limitation. VZ-ME will monitor and maintain the fiber optic electronics owned by VZ-ME. GNAPS will monitor and maintain the fiber optic electronics owned by GNAPS.

4. Transmission Characteristics

The transmission interface shall be SONET (Synchronous Optical Network). The agreed upon interconnecting electronics requirements are as follows:

Terminating equipment shall comply with SONET transmission requirements as specified in Telcordia Technologies (formerly Bellcore) document GR-253 CORE.

The optical transmitters and receivers must provide adequate power for the end-to-end length of the fiber cable to be traversed.

The End Point Fiber Meet system shall be built as a ring configuration.

The optical transmission rate will be Unidirectional OC-48.

The path switch protection shall be set as Non-Revertive.

Verizon will provide four fibers of single-mode fiber cable via ultra SC connectors (two for the primary signal and two for the secondary signal) between the VZ-ME Central Office located at 45-55 Forrest Avenue, Portland, Maine 04101 and the GNAPS location at 1 City Center, Portland, Maine 04101.

The design of the End Point Fiber Meet shall meet optical parameters of GR-253-CORE, Tables 4-3 through 4-11.

Verizon and GNAPS shall provide Primary Reference Source traceable timing.

5. Data Communications Channel (DCC)

Each Party shall disable the DCC between the Verizon and GNAPS interface.

6. Firmware / Software Compatibility and Upgrades

Verizon shall use its Fujitsu FLM 2400 Add Drop Multiplexer with firmware release of at least 9.1R at the network level.

GNAPS shall use its Cisco ONS15454 Release 2.1.0 Add Drop Multiplexer.

Before making any upgrade or change to firmware/software, each Party must provide the other Party with a written notice that describes the upgrade or change and states the date on which it will be added/loaded to the multiplexer. This written notice must be provided no less than 14 days before the date on which the upgrade or change will be added/loaded. The Parties mutually agree to monitor the upgrade or change to observe for any failures or anomalies adversely affecting service or administration. If any upgrade or change to firmware/software by a Party adversely affects service or administration, that Party will immediately revert to the previous version of software/firmware.

7. Inventory and Provisioning

Verizon will have slot assignment control and designate use of the slots. Unless the parties mutually agree otherwise, only electrical services (DS3, Multiplexed DS3, DS1 and trunk services) will be ordered/provisioned across the End Point Fiber Meet. The interface shall be optical.

8. Provisioning and Maintenance, Surveillance, and Restoration.

Verizon will be responsible for the provisioning and maintenance of the End Point Fiber Meet SONET ring transport facilities on the Verizon side of the Fiber Patch Panel. GNAPS will be responsible for the provisioning and maintenance of the End Point Fiber Meet facilities on the GNAPS side of the Fiber Patch Panel.

Verizon and GNAPS will provide alarm surveillance for their respective fiber optic elements. Verizon and GNAPS will notify each other's respective Maintenance Control Office of all troubleshooting and scheduled maintenance activity to be performed on the facility prior to undertaking such work, and will advise each other of the trouble reporting and maintenance control point contact numbers and the days and hours of operation. Each Party shall provide a timely response to action requests or status inquiries.

9. Facilities and Compensation

VZ shall install and own the fiber optic cable between the Fiber Patch Panel and the VZ-ME central office. Based on the particular circumstances and uses of the End Point Fiber Meet, no charges will be assessed or owed by either Party for construction of the

underlying facilities. The Parties agree that GNAPs may, but is not required to, order and use trunks on the VZ-ME provided End Point Fiber Meet transport facility to deliver Local Traffic, Internet Traffic, and/or IntraLATA Toll Traffic to VZ for further delivery to VZ customers. In that event, VZ's Tariffed transport charges shall apply to GNAPs' use of the VZ-ME provided End Point Fiber Meet transport facility.

Augments and upgrades to the End Point Fiber Meet must be mutually agreed by the Parties in writing.

Signatures

By:_____

Printed:_____

Title:_____

By:_____

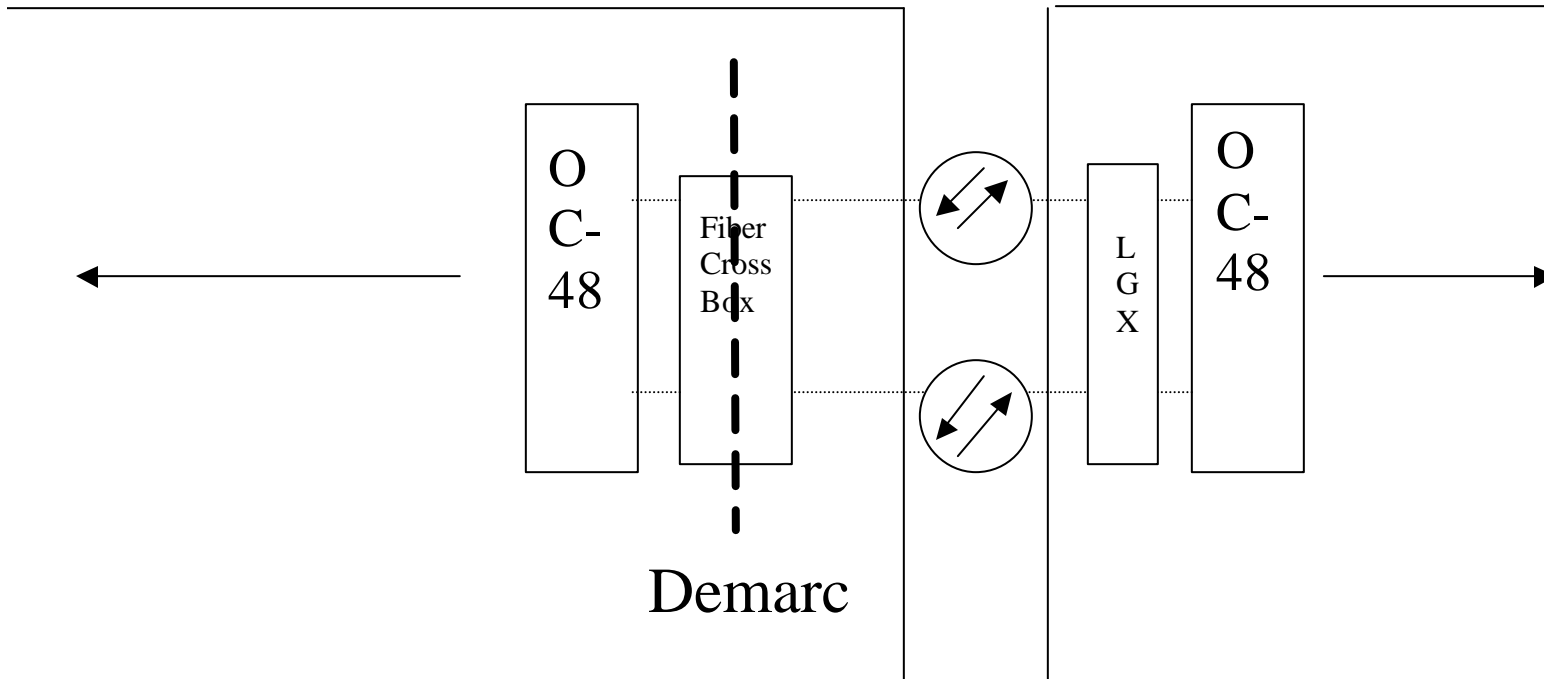
Printed: Jeffrey A. Masoner

Title: Vice President –
Interconnection Services Policy &
Planning

Attachment A

Global Naps/ Verizon End Point Fiber Meet Portland, Maine

SCID NEPTEN



Global Naps
1 City Center
Portland, ME 04101

VZ - ME
Central Office
at 45-55 Forrest Avenue,
Portland, Maine 04101

York, NY.